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**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA**

IN RE VERIFONE HOLDINGS, INC.)
 SECURITIES LITIGATION)

Master File No.
 C 07-6140 MHP

CLASS ACTION

This Document Relates To:)
)
 All Actions)

**DECLARATION OF ERAN
 RUBINSTEIN**

JUDGE: Hon. Marilyn Hall Patel

1 I, Eran Rubinstein, declare under penalty of perjury as follows:

2 1. I and Susan Boltz Rubinstein were retained by the members of the Israeli Institutional
3 Investor Group (Prisma Provident Funds, Ltd., Prisma Mutual Funds, Ltd., The Phoenix Insurance
4 Company, Ltd., Harel Insurance Company, and Harel PIA Mutual Funds) on or about January 9,
5 2008 to represent them in connection with the VeriFone matter and at that time, we were Of Counsel
6 to the law firm of Chitwood Harley Harnes LLP.
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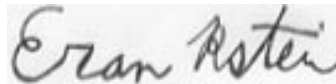
8 2. We parted from the law firm of Chitwood, Harley, Harnes LLP effective June 24,
9 2008.
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11 3. Subsequent to our departure, the Israeli Institutional Investor Group has made an
12 informed choice to continue with me and Susan Boltz Rubinstein as counsel, to discharge the law
13 firm of Chitwood Harley Harnes LLP, and to retain Motley Rice LLC to substitute for Chitwood
14 Harley Harnes LLP as the Israeli Institutional Investor Group's Proposed Lead Counsel.
15

16 4. I incorporate, by reference, the filings and declarations filed on behalf of the Israeli
17 Institutional Investor Group in this matter.

18 5. I am personally knowledgeable of the documents and data underlying the submissions
19 made on the Israeli Institutional Investor Group's behalf and believe, upon information and belief,
20 that the submissions are accurate.
21

22 DATED: July 8, 2008
23



24 Eran Rubinstein (Admitted *pro hac vice*)
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